

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF MISSOURI  
KANSAS CITY DIVISION**

<b>In re:</b>	§	
	§	<b>Chapter 11</b>
<b>Mid-States Supply Company, Inc.,</b>	§	
	§	<b>Case No. 16-40271-CAN-11</b>
<b>Debtor.</b>	§	

**NOTICE OF PROPOSED SETTLEMENT**

Pursuant to Section 7.5 of the *Joint Chapter 11 Plan of Liquidation* filed at Docket Number 555 (“Plan”), as confirmed by the Court’s *Order: (A) Confirming Joint Chapter 11 Plan of Liquidation and (B) Approving Corrected Disclosure Statement with Respect to Joint Chapter 11 Plan of Liquidation* [Dkt. 586] (“Confirmation Order”), Areya Holder Aurzada, as Liquidating Trustee of the Liquidating Trust, (the “Liquidating Trustee”), by and through the undersigned counsel, hereby files this Notice of Proposed Settlement (the “Notice”). In support of the Notice, the Liquidating Trustee respectfully states as follows:

1. Under Section 7.5 of the confirmed Plan, all proposed settlements of Avoidance Actions<sup>1</sup> where the asserted amount of the Avoidance Action exceeds \$100,000 is subject to approval of the Bankruptcy Court in accordance with the following procedure: (a) the Trustee shall give notice of the proposed settlement to the Post-Effective Date Limited Notice List; (b) the parties receiving notice shall have ten (10) days in which to file objections to the proposed settlement; (c) if no objections are timely filed, the Trustee may consummate such settlement without further order of the Bankruptcy Court or may, at the Trustee’s election, request entry of an order approving the proposed settlement by filing such proposed order under certificate of

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<sup>1</sup> Unless otherwise specifically defined herein, terms used in this Notice shall bear the meanings assigned to such terms in the Plan.

counsel with no further notice to any party; and (d) if any objection is timely filed, the Trustee shall notice the proposed settlement for hearing upon at least five (5) Business Days' notice.

2. The Trustee has reached a settlement with Forum Energy Technologies, Inc. dba Forum Valve Solutions ("Forum") and Forum US, Inc.<sup>2</sup> ("Forum US") (Forum and Forum US may be collectively referred to herein as the "Defendants"). The settlement resolves the Trustee's Avoidance Actions against the Defendants. The terms of such settlement are documented in the proposed Settlement Agreement attached hereto as **Exhibit 1**.

3. The value of the claims asserted against the Defendants exceeds \$100,000. Accordingly, the Trustee hereby provides notice of such proposed settlement pursuant to Section 7.5 of the Plan. Parties under the Post-Effective Date Limited Notice List (all of the parties included in the Service List attached hereto) shall have ten (10) calendar days from the date of this Notice to file any responses and serve the same on counsel to the Trustee. If none are timely filed, the Trustee will consummate the terms of the Settlement Agreement without further order of the Bankruptcy Court or notice to any other party.

4. The Trustee and Defendants have engaged in good-faith, arms-length settlement negotiations to avoid the costs, expenses, risks, uncertainties, and burdens of litigation over the Avoidance Action between the Trustee and Defendants. The Trustee believes that the proposed settlement is in the best interests of the bankruptcy estate, the Liquidating Trust and the creditors/beneficiaries thereof; thus, the Settlement Agreement should be approved. The Trustee believes that consummation of the terms of the Settlement Agreement is an exercise of sound business judgment and serves the paramount interests of the Trustee's constituents. The

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<sup>2</sup> ABZ Valves & Controls Inc. ("ABZ") was merged into Forum US, Inc. on December 31, 2011 (the "ABZ Acquisition"). As a result of the ABZ Acquisition, and for purposes of the Settlement Agreement, Forum US is the successor in interest to ABZ and therefore acquires any and all rights and interests ABZ would have in connection with the Settlement Agreement, specifically including the Claims (as "Claims" is defined in the Settlement Agreement).

Settlement Agreement provides value to the Liquidating Trust and its beneficiaries. As such, the proposed settlement should be approved and the Trustee should be authorized to perform the terms of the Settlement Agreement.

Dated: April 16, 2018

Respectfully Submitted,

/s/ Thomas C. Scannell

Marcus A. Helt (MO 50374)

Thomas C. Scannell (TX 24070559) (*Pro Hac Vice*)

**FOLEY & LARDNER LLP**

2021 McKinney Avenue, Suite 1600

Dallas, TX 75201

Telephone: (214) 999-3000

Facsimile: (214) 999-4667

[mhelt@foley.com](mailto:mhelt@foley.com)

[tscannell@foley.com](mailto:tscannell@foley.com)

**COUNSEL TO THE LIQUIDATING  
TRUSTEE**

**CERTIFICATE OF SERVICE**

I hereby certify that on April 16, 2018, a true and correct copy of the foregoing Notice was (i) served via First Class Mail on the parties listed in the Service List set forth herein below, and (ii) filed electronically with the Clerk of Court using the CM/ECF system. Represented parties received notice electronically via the Court's Electronic System.

/s/ Thomas C. Scannell

Thomas C. Scannell

<b><u>Party</u></b>	<b><u>Contact Information</u></b>
Areya Holder Aurzada, Liquidating Trustee	800 W. Airport Freeway, Suite 800 Irving, Texas 75062 Fax: 972-438-8825 <a href="mailto:areya@holderlawpc.com">areya@holderlawpc.com</a>  With a copy to:  Gardere Wynne Sewell LLP c/o Marcus A. Helt 2021 McKinney Avenue, Suite 1600 Dallas, TX 75201 <a href="mailto:mhelt@gardere.com">mhelt@gardere.com</a>
Office of the United States Trustee	U.S. Trustee Room 3440 400 East 9 <sup>th</sup> Street Kansas City, MO 64106-1910  c/o: Sherri L. Wattenbarger Trial Attorney <a href="mailto:Sherri.wattenbarger@usdoj.gov">Sherri.wattenbarger@usdoj.gov</a> Fax: 816-512-1967
Cameron International Corporation	1333 West Loop South, Suite 1700 Houston, Texas 77027 c/o: Xavier D. Jordan  With a copy to:  Carl Dore Dore Law Group, P.C. 17171 Park Row, Suite 160 Houston, Texas 77084 Fax: 281-200-0751
Global Stainless Supply and Global Pipe Supply	8900 Railwood Drive Houston, Texas 77078 c/o: Sonia McNeill
Lamons Gasket Company	c/o TriMas Corporation Attention: Andrew Hodges 39400 Woodward Avenue, Suite 130 Bloomfield Hills, Michigan 48304